

26 February 2021

### **Non-renounceable Entitlement Offer – Notification to Ineligible Shareholders**

As announced on ASX on 18 February 2021, AF Legal Group Ltd (ASX: AFL) (**Company** or **AFL**) announced it will undertake a non-renounceable, pro rata entitlement offer to existing shareholders on the basis of 1 new fully paid ordinary share in the Company (**Share**) at an issue price of \$0.50 per Share for every 6.15 existing Shares held as at 7.00 pm (AEDT) on Tuesday, 23 February 2021 (**Record Date**) to raise A\$5m (before costs and subject to rounding) (**Entitlement Offer**).

The Entitlement Offer is open to all shareholders who have a registered address in Australia, New Zealand, Singapore or Hong Kong and hold Shares on the Record Date.

The Company confirms that it will today despatch the attached letter to ineligible shareholders in relation to Entitlement Offer.

#### **Further information**

If you have any queries regarding the Entitlement Offer, please consult your professional adviser or please contact AFL's Share Registry on 1300 288 664 (callers within Australia) or +61 2 9698 5414 (callers outside Australia). For other questions, you should consult your stockbroker, solicitor, accountant, financial adviser or other professional adviser.

This announcement has been authorised for release to the ASX by the Company Secretary.

**Maggie Niewidok**  
Company Secretary  
AF Legal Group Ltd

## NOT FOR RELEASE OR DISTRIBUTION IN THE UNITED STATES

26 February 2021

Dear Shareholder,

**Non-renounceable Entitlement Offer – Notification to Ineligible Shareholders**

As announced on ASX on 18 February 2021, AF Legal Group Ltd (ACN 063 366 487) (**Company** or **AFL**) is undertaking a non-renounceable rights issue of 1 new fully paid ordinary share in the capital of the Company (**Share**) for every 6.15 shares held by eligible shareholders at 7.00pm (AEDT) on Tuesday, 23 February 2021 (**Record Date**) at an issue price of \$0.50 per Share, to raise A\$5m (before costs and subject to rounding) (**Entitlement Offer**).

The Entitlement Offer will not be underwritten, and a broker has not been engaged.

This notice is to inform you about the Entitlement Offer and to explain why you will not be able to subscribe for New Shares under the Entitlement Offer. This letter is not an offer to issue entitlements or New Shares to you, nor an invitation for you to apply for entitlements or New Shares. You are not required to do anything in response to this letter.

**Eligibility criteria**

The Company has determined, pursuant to the *Corporations Act 2001* (Cth) and Listing Rule 7.7.1(a) of the ASX Listing Rules, that it would be unreasonable to make offers under the Entitlement Offer to shareholders with a registered address outside of Australia, New Zealand, Singapore and Hong Kong (**Ineligible Shareholders**).

AFL has determined that it would be unreasonable to make offers to those Ineligible Shareholders because of the small number of AFL shareholders in each of those countries, the number and value of Shares those AFL shareholders hold and the cost of complying with the applicable laws and regulations and the requirements of the regulatory authorities in those jurisdictions.

Your shareholding is currently registered to an address outside of Australia, New Zealand, Singapore and Hong Kong. Accordingly, you are an Ineligible Shareholder that is not entitled to participate in the Entitlement Offer. The Entitlement Offer is non-renounceable and so you may not sell your entitlement.

**Further Information**

If you have any queries regarding the Entitlement Offer, please consult your professional adviser or please contact AFL's Share Registry, Automic, on 1300 288 664 (callers within Australia) or +61 2 9698 5414 (callers outside Australia). For other questions, you should consult your stockbroker, solicitor, accountant, financial adviser or other professional adviser.

On behalf of the AFL, we regret that you are not eligible to participate in the Entitlement Offer and thank you for your continued support.

Yours sincerely,

A handwritten signature in black ink, appearing to read "G Dearlove".

**Mr Grant Dearlove**  
Executive Chairperson  
AF Legal Group Limited

### **Important Notice**

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